

ordinary course professionals; and (2) reviewed, analyzed and addressed issues relating to the retention of professionals by Debtors, and filed and served the applications relating thereto.

Fees: \$1,987.00; Total hours: 10.00

L. Stay Litigation

Time listed in this category relates to services provided to Debtors in connection with automatic stay issues. During the Interim Period, PSZY&J reviewed and analyzed a motion for relief from stay.

Fees: \$59.00; Total Hours: .20

Valuation of Services

Attorneys and paraprofessionals of PSZY&J expended a total of 117.00 hours in connection with these cases during the Interim Period, as follows:

Name of Professional Individual	Hourly Billing Rate	Total Hours Billed	Total Compensation
Laura Davis Jones	\$455.00	3.80	\$1,729.00
Ira D. Kharasch	\$445.00	1.10	\$ 489.50
Hamid R. Rafatjoo	\$295.00	5.70	\$1,681.50
Michael R. Seidl	\$245.00	.40	\$ 98.00
David W. Carickhoff	\$245.00	31.30	\$7,668.50
Kathe F. Finlayson	\$120.00	.90	\$ 108.00
Karina K. Yee	\$115.00	5.00	\$ 575.00
Cherie L. Hare	\$115.00	2.60	\$ 299.00
Patricia E. Cuniff	\$105.00	31.00	\$3,255.00
Amy L. Espinosa	\$105.00	.60	\$ 63.00
Helen D. Martin	\$ 45.00	2.10	\$ 94.50
Rita M. Olivere	\$ 45.00	.30	\$ 13.50
Ashley L. Grasty	\$ 30.00	28.00	\$ 840.00
Violet E. Mobley	\$ 30.00	4.20	\$ 126.00

The nature of work performed by these persons is fully set forth in Exhibit A attached hereto.

These are PSZY&J's normal hourly rates for work of this character. The reasonable value of the services rendered by PSZY&J to Debtors during the Interim Period is \$17,040.00.

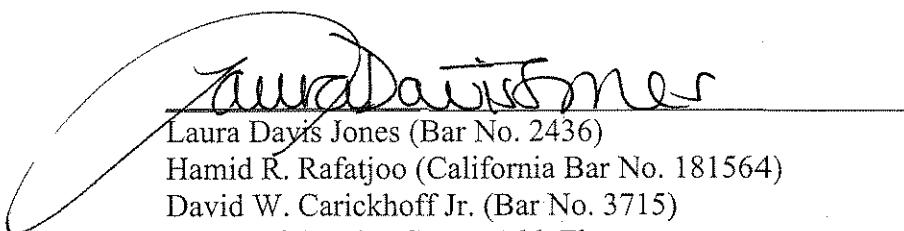
In accordance with the factors enumerated in Section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by PSZY&J is fair and reasonable given (a) the complexity of these cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title. Moreover, PSZY&J has reviewed the requirements of the Delaware Local Rules and believes that this Application complies with such Rules.

WHEREFORE, PSZY&J respectfully requests that the Court approve, for the period July 1, 2001, through July 31, 2001, an allowance be made to PSZY&J in the sum of \$17,040.50 as compensation for necessary professional services rendered, and the sum of \$20,323.76 for reimbursement of actual necessary costs and expenses, for a total of \$37,364.26,

that such sums be authorized for payment pursuant to the Administrative Order; and provide PSZY&J such other and further relief as this Court may deem just and proper.

Dated: 10/10, 2001

PACHULSKI, STANG, ZIEHL, YOUNG & JONES P.C.



Laura Davis Jones
Laura Davis Jones (Bar No. 2436)
Hamid R. Rafatjoo (California Bar No. 181564)
David W. Carickhoff Jr. (Bar No. 3715)
919 North Market Street, 16th Floor
P.O. Box 8705
Wilmington, DE 19899-8705 (Courier 19801)
Telephone: (302) 652-4100
Facsimile: (302) 652-4400

Co-counsel for Debtors and Debtors in Possession

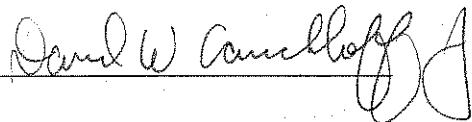
VERIFICATION

STATE OF DELAWARE :

COUNTY OF NEW CASTLE :

David W. Carickhoff, Jr., after being duly sworn according to law, deposes and says:

- a) I am an associate with the applicant law firm Pachulski, Stang, Ziehl, Young & Jones P.C., and have been admitted to appear before this Court.
- b) I have personally performed many of the legal services rendered by Pachulski, Stang, Ziehl, Young & Jones P.C. as counsel to the Debtors and am thoroughly familiar with the other work performed on behalf of the Debtors by the lawyers and paraprofessionals of PSZY&J.
- c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed the Local Bankruptcy Rules for the District of Delaware, and submit that the Application substantially complies with such rules.



David W. Carickhoff, Jr.

SWORN AND SUBSCRIBED

before me this 10th day of Oct., 2001.

ManyRitchie Johnson
Notary Public
My Commission Expires: 9-12-02

PACHULSKI, STANG, ZIEHL, YOUNG & JONES P.C.

10100 Santa Monica Boulevard
 11th Floor
 Los Angeles, CA 90067

July 31, 2001

Invoice Number **48485** **91100 00001** **HRR**

David B. Siegel, Esquire
 W.R. Grace and Co.
 7500 Grace Drive
 Columbia , MD 21044

Balance forward as of last invoice, dated: June 30, 2001	\$126,053.14
Net balance forward	<hr/> \$126,053.14

Re: W.R. Grace and Co.

Statement of Professional Services Rendered Through			07/31/2001		
			Hours	Rate	Amount
ASSET DISPOSITION [B130]					
07/10/01	DWC	Review Property Damage Committee's Response to Debtors' Motion for De Minimis Sale Procedures.	0.20	245.00	\$49.00
07/25/01	LDJ	Telephone conference w ith Sam Schwartz, Esq. re: sales procedure motion	0.20	455.00	\$91.00
07/26/01	DWC	Research DE cases where Courts have entered order establishing de minimis sale procedures.	0.40	245.00	\$98.00
07/26/01	LDJ	Conference with David Carickhoff, Esq. re: de minimus sale procedures	0.20	455.00	\$91.00
Task Code Total			1.00		\$329.00
BANKRUPTCY LITIGATION [L430]					
07/09/01	LDJ	Conference with David Carickhoff, Esq. re: amended adversary complaint	0.20	455.00	\$91.00
07/10/01	DWC	Address filing and service of Amended Adversary Complaint and Summons and Notice in Connection therewith.	0.40	245.00	\$98.00
07/11/01	PEC	File and serve Debtors' Opposition to the Joint Motion by the Asbestos Property Damage and Personal Injury Committee for Authority to Prosecute Fraudulent Transfer Claims (.3); draft affidavit of service (.2).	0.50	105.00	\$52.50
07/11/01	DWC	Review and revise Debtors' Opposition Brief to Asbestos Committees' Motion for Authority to Pursue Fraudulent Transfers.	1.20	245.00	\$294.00
07/12/01	DWC	Review and revise Debtors' Response to Committee's Motion to Centralize Documents (.6); address filing and service thereof (2).	0.80	245.00	\$196.00
07/13/01	DWC	Review and revise response to Former Executives' Motion for Reimbursement of Expenses as per Indemnification	0.60	245.00	\$147.00

Invoice number 48485

91100 00001

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07/20/01	DWC	Provisions (.4); address filing and service thereof (.2). Review paperflow items including objections and responses to Committees' Motion for Authority to Pursue Fraudulent Conveyance Actions and Debtors' Case Management Motion.	0.50	245.00	\$122.50
Task Code Total			4.20		\$1,001.00
CASE ADMINISTRATION [B110]					
05/25/01	LDJ	Telephone conference with Jay Capp, Esq. re: omnibus hearing dates; scheduling issues	0.20	455.00	\$91.00
05/29/01	LDJ	Telephone conference with Jay Kapp, Esq. re: omnibus hearing dates	0.20	455.00	\$91.00
05/29/01	LDJ	Telephone conference with scheduling clerk re: omnibus hearing dates	0.20	455.00	\$91.00
05/30/01	LDJ	Conference with David Carickhoff, Esq. re: scheduling issues	0.20	455.00	\$91.00
07/02/01	DWC	Telephone conference with Jay Kapp re: August 2, 2001 hearing date and scheduling issues.	0.20	245.00	\$49.00
07/02/01	KKY	Review docket	0.20	115.00	\$23.00
07/02/01	KKY	Review daily correspondence and pleadings and circulate to appropriate individuals	0.10	115.00	\$11.50
07/03/01	DWC	Telephone conference with Jay Kapp re: scheduling issues.	0.20	245.00	\$49.00
07/03/01	KKY	Review daily correspondence and pleadings and circulate to appropriate individuals	0.50	115.00	\$57.50
07/04/01	KKY	Review daily correspondence and pleadings and circulate to appropriate individuals	0.10	115.00	\$11.50
07/05/01	KKY	Review daily correspondence and pleadings and circulate to appropriate individuals	0.10	115.00	\$11.50
07/06/01	ALE	Review Daily Correspondence & Pleadings and Circulate to the Appropriate Individuals.	0.60	105.00	\$63.00
07/06/01	KKY	Review daily correspondence and pleadings and circulate to appropriate individuals	0.20	115.00	\$23.00
07/09/01	PEC	Review daily correspondence and pleadings and forward to the appropriate individuals.	1.10	105.00	\$115.50
07/09/01	ALG	Match pleadings with Court docket.	4.00	30.00	\$120.00
07/09/01	DWC	Address request for form motion to shorten notice period.	0.20	245.00	\$49.00
07/09/01	DWC	Telephone conference with Jay Kapp re: scheduling issues (.1); Telephone conference with Joyce Winter re: same (.1); draft e-mail to Jay Kapp re: August 2 hearing time (.1).	0.10	245.00	\$24.50
07/09/01	LDJ	Telephone conference with David Carickhoff, Esq. re: 8/2 omnibus hearing	0.20	455.00	\$91.00
07/10/01	PEC	Review daily correspondence and pleadings and forward to the appropriate individuals.	0.70	105.00	\$73.50
07/10/01	PEC	File Summons and Notice re: Margaret Chakarian, et al.	0.40	105.00	\$42.00
07/10/01	PEC	Review docket for updates and update critical dates memo.	0.70	105.00	\$73.50
07/10/01	DWC	Review NY Times article re: Debtors' fireproofing materials and risks thereof (.3); review Debtors' response thereto (.2).	0.50	245.00	\$122.50
07/11/01	PEC	Return calls to various potential creditors.	0.60	105.00	\$63.00
07/11/01	PEC	Review daily correspondence and pleadings and forward to the appropriate individuals.	0.80	105.00	\$84.00
07/11/01	ALG	Match pleadings with Court docket.	3.00	30.00	\$90.00
07/12/01	KFF	Prepare Debtors' Response to Committee re: Central Depository for filing and service, including Affidavit of Service	0.90	120.00	\$108.00
07/12/01	HRR	Telephone call from and to D. Kreutzer regarding status of the case.	0.10	295.00	\$29.50

Invoice number 48485 91100 00001

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07/12/01	HRR	Telephone call from and to K. McDonald regarding status of the case.	0.10	295.00	\$29.50
07/12/01	DWC	Review articles on W.R. Grace bankruptcy in Daily Bankruptcy Review 7/10 and 7/12 issues re: NYT Article and response.	0.30	245.00	\$73.50
07/13/01	CLH	Correct issues RE: paperflow.	0.20	115.00	\$23.00
07/13/01	CLH	Review and address issues RE: paperflow.	0.40	115.00	\$46.00
07/13/01	PEC	Review daily correspondence and pleadings and forward to the appropriate individuals.	1.00	105.00	\$105.00
07/13/01	PEC	Return calls to various potential creditors.	0.60	105.00	\$63.00
07/14/01	PEC	Review docket and begin drafting Agenda Notice for 7/19/01 Hearing.	1.80	105.00	\$189.00
07/16/01	HRR	Review and revise notice of agenda.	0.30	295.00	\$88.50
07/16/01	PEC	Review daily correspondence and pleadings and forward to the appropriate individuals.	0.80	105.00	\$84.00
07/16/01	PEC	Draft Agenda Notice for 7/19/01 hearing.	2.50	105.00	\$262.50
07/16/01	DWC	Address preparation of agenda notice for 7/19 hearing.	1.20	245.00	\$294.00
07/17/01	PEC	Revise and review Agenda Notice (.5). Prepare service list and faxcoversheet (1). File and serve Agenda Notice and draft Affidavit of Service (.5).	2.00	105.00	\$210.00
07/17/01	PEC	File and serve Debtors' Objection to Continuance of the Hearing on its' Motion for Entry of Case Management Order (.3); Draft Affidavit of Service (.2).	0.50	105.00	\$52.50
07/17/01	PEC	Review daily correspondence and pleadings and forward to the appropriate individuals.	0.80	105.00	\$84.00
07/17/01	PEC	Return calls to various potential creditors.	0.50	105.00	\$52.50
07/17/01	DWC	Address preparation of agenda for 7/19 hearing.	0.80	245.00	\$196.00
07/18/01	HRR	Review and analyze notice of agenda.	0.20	295.00	\$59.00
07/18/01	HRR	Review, analyze and address issues regarding paperflow.	0.20	295.00	\$59.00
07/18/01	ALG	Prepare hearing notebook for 7/19/01.	6.00	30.00	\$180.00
07/18/01	VEM	Prepare hearing notebook for w.r. grace.	1.00	30.00	\$30.00
07/18/01	PEC	File and serve Amended Agenda Notice for the 7/19/01 hearing (.4); draft Affidavit of Service (.2)	0.60	105.00	\$63.00
07/18/01	PEC	Review daily correspondence and pleading and forward to the appropriate individuals.	0.80	105.00	\$84.00
07/18/01	PEC	Review docket for updates.	0.40	105.00	\$42.00
07/18/01	PEC	Return calls to various potential creditors.	0.80	105.00	\$84.00
07/18/01	DWC	Prepare for 7/19 hearing.	0.40	245.00	\$98.00
07/19/01	HRR	Telephone call to D. Kreutzer regarding notice issues.	0.10	295.00	\$29.50
07/19/01	HRR	Review, analyze and address issues regarding paperflow.	0.30	295.00	\$88.50
07/19/01	RMO	Maintain document control .	0.30	45.00	\$13.50
07/19/01	DWC	Confer with Sam Schwartz re: results of July 19th hearing.	0.30	245.00	\$73.50
07/19/01	PEC	Review daily correspondence and pleading and forward to the appropriate individuals.	0.80	105.00	\$84.00
07/19/01	PEC	Return calls to various potential creditors.	1.10	105.00	\$115.50
07/19/01	PEC	Update critical dates memo.	0.10	105.00	\$10.50
07/19/01	DWC	Meet with Debtors and K&E attorneys to prepare for 7/19 hearing.	2.50	245.00	\$612.50
07/19/01	DWC	Attend July 19th Omnibus hearing.	1.50	245.00	\$367.50
07/20/01	ALG	Match pleadings with Court docket.	4.00	30.00	\$120.00
07/20/01	PEC	Review daily correspondence and pleading and forward to the appropriate individuals.	0.80	105.00	\$84.00
07/20/01	PEC	Return calls to potential creditors and forward information requested.	1.10	105.00	\$115.50
07/23/01	PEC	Return calls to various potential creditors.	0.40	105.00	\$42.00
07/24/01	ALG	Match pleadings with Court docket.	6.00	30.00	\$180.00
07/25/01	DWC	Telephone conference with Jay Kapp and Sam Schwartz re: scheduling issues (.2); follow up with Court re: same (.1).	0.30	245.00	\$73.50
07/25/01	ALG	Match pleadings with Court docket.	5.00	30.00	\$150.00
07/25/01	PEC	Review critical dates memo and gather documents needed to draft Agenda Notice (1.0). Draft Agenda Notice for	2.00	105.00	\$210.00

		8/2/01 hearing (1.0)			
07/25/01	PEC	Review daily correspondence and pleading and forward to the appropriate individuals.	0.50	105.00	\$52.50
07/25/01	LDJ	Review open issues on cash management order	0.50	455.00	\$227.50
07/26/01	PEC	Review docket and revise Agenda Notice for 8/2/01 hearing	1.30	105.00	\$136.50
07/27/01	DWC	Address preparation of agenda for August 2, 2001 hearing.	0.50	245.00	\$122.50
07/27/01	HDM	Match pleadings with Court docket.	2.10	45.00	\$94.50
07/27/01	PEC	Return calls to various potential creditors.	0.80	105.00	\$84.00
07/30/01	DWC	Review and revise agenda for August 2, 2001 hearing (.5); Telephone conference with Sam Schwartz re: same (.2).	0.70	245.00	\$171.50
07/31/01	HRR	Review and analyze notice of agenda.	0.10	295.00	\$29.50
07/31/01	VEM	Prepare hearing notebook for w.r. grace.	3.20	30.00	<u>\$96.00</u>

Task Code Total	76.80	\$7,685.50
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CLAIMS ADMIN/OBJECTIONS [B310]

07/10/01	DWC	Review Ward Electrical Inc's notice of perfection of mechanic's lien.	0.20	245.00	\$49.00
07/30/01	DWC	Review and revise Motion granting valid reclamation claims administrative priority status and exhibits thereto (.6); draft notice in connection therewith (.4); address filing and service thereof (.2).	1.20	245.00	\$294.00

Task Code Total	1.40	\$343.00
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COMPENSATION PROF. [B160]

07/02/01	HRR	Draft, and review response to, email regarding fee applications.	0.10	295.00	\$29.50
07/02/01	KKY	Draft Certification of No Objection to First Monthly Application for Compensation and Reimbursement of Expenses of Kirkland & Ellis for April 1, 2001 through April 30, 2001	0.20	115.00	\$23.00
07/02/01	LDJ	Telephone conference with Jay Kapp, Esq. re: interim compensation order	0.20	455.00	\$91.00
07/03/01	HRR	Review, analyze and address issues regarding fee applications.	0.10	295.00	\$29.50
07/03/01	DWC	Review and execute Cert. of No Obj. re: K&E First Monthly Fee App.	0.20	245.00	\$49.00
07/03/01	KKY	File and serve Certification of No Objection to First Monthly Application for Compensation and Reimbursement of Expenses of Kirkland & Ellis for April 1, 2001 through April 30, 2001	0.30	115.00	\$34.50
07/03/01	KKY	Draft and file Affidavit of Service for Certification of No Objection to First Monthly Application for Compensation and Reimbursement of Expenses of Kirkland & Ellis for April 1, 2001 through April 30, 2001	0.20	115.00	\$23.00
07/04/01	IDK	Telephone conference with Hamid Rafatjoo regarding 4/01 fee application status.	0.10	445.00	\$44.50
07/04/01	HRR	Review and revise April fee application.	0.60	295.00	\$177.00
07/04/01	HRR	Review and revise May fee application.	0.60	295.00	\$177.00
07/04/01	HRR	Draft email to M. Johnson regarding April and May fee applications.	0.10	295.00	\$29.50
07/04/01	HRR	Conference with I. Kharasch regarding fee applications.	0.10	295.00	\$29.50
07/06/01	IDK	Emails to Larry Gabriel and Hamid Rafatjoo regarding status of issues of 4/01 and 5/01 applications.	0.20	445.00	\$89.00
07/06/01	KKY	Draft Notice to First Monthly Application for	0.10	115.00	\$11.50

Compensation and Reimbursement of Expenses of Wallace King Marraro & Branson for April 1, 2001 through April 30, 2001

07/06/01	KKY	Fax to Chris Marraro local rules re: compensation of professionals	0.10	115.00	\$11.50
07/06/01	KKY	E-mail to Chris Marraro of Wallace King re: summary coversheet for fee apps	0.10	115.00	\$11.50
07/09/01	DWC	Review and revise Wallace King's first and second monthly fee application and addressed drafting of notices in connection therewith.	0.70	245.00	\$171.50
07/10/01	HRR	Review and revise April bill (.10); and Review and revise April fee application (.20).	0.30	295.00	\$88.50
07/10/01	PEC	File and serve Application of Wallace, King, Marraro & Branson's Fee Application for the month of April (.4); draft Affidavit of Service(.2)	0.50	105.00	\$52.50
07/10/01	PEC	File and serve Application of Wallace, King, Marraro & Branson's Fee Application for the month of May (.4); draft Affidavit of Service(.2)	0.50	105.00	\$52.50
07/10/01	DWC	Reviewed Creditors' Committee Request for Reimbursement of Members' Expenses.	0.20	245.00	\$49.00
07/10/01	DWC	Review Second Fee Application of Stroock Stroock & Lavan.	0.20	245.00	\$49.00
07/10/01	KKY	Draft Certification of No Objection to Kirkland & Ellis Monthly Application for Compensation and Reimbursement of Expenses for May 2001	0.20	115.00	\$23.00
07/10/01	KKY	File and serve Certification of No Objection to Kirkland & Ellis Monthly Application for Compensation and Reimbursement of Expenses for May 2001	0.30	115.00	\$34.50
07/10/01	KKY	Draft and file Affidavit of Service for Certification of No Objection to Kirkland & Ellis Monthly Application for Compensation and Reimbursement of Expenses for May 2001	0.20	115.00	\$23.00
07/10/01	LDJ	Review and finalize interim fee application (April 2-30, 2001)	0.30	455.00	\$136.50
07/11/01	IDK	Emails and telephone conference with MaryRitchie Johnson and Hamid Rafatjoo regarding 5/01 application.	0.20	445.00	\$89.00
07/11/01	HRR	Conference with M. Johnson regarding fee applications (.10); and Review and analyze email from I. Kharasch regarding fee application (.10).	0.20	295.00	\$59.00
07/12/01	DWC	Review fee application of Property Damage Committee Members for reimbursement of expenses.	0.20	245.00	\$49.00
07/12/01	DWC	Review Fee Application of Property Damage Committee Counsel, Bilzin Sumberg.	0.20	245.00	\$49.00
07/12/01	DWC	Address revision and re-filing of Wallace King's summary sheet for second fee application.	0.20	245.00	\$49.00
07/13/01	IDK	Telephone conference with Hamid Rafatjoo and MaryRitchie Johnson regarding 5/01 fee application.	0.20	445.00	\$89.00
07/16/01	IDK	Telephone conference with Hamid Rafatjoo regarding 5/01 fee application status.	0.10	445.00	\$44.50
07/16/01	HRR	Telephone conference with I. Kharasch regarding fee applications.	0.10	295.00	\$29.50
07/18/01	MRS	Email to Laura Davis Jones re: call from trustee's office with respect to fee application of Wallace King.	0.30	245.00	\$73.50
07/18/01	MRS	Calls from office of the U.S. Trustee re: Wallace King fee applications.	0.10	245.00	\$24.50
07/19/01	HRR	Review and revise prebills.	0.30	295.00	\$88.50
07/20/01	IDK	Telephone conference with Hamid Rafatjoo regarding 5/01 application issues.	0.10	445.00	\$44.50
07/20/01	HRR	Conference with I. Kharasch regarding fee applications.	0.10	295.00	\$29.50
07/20/01	DWC	Review April and May Fee Applications of Ferry & Joseph.	0.10	245.00	\$24.50

Invoice number 48485

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07/20/01	DWC	Review Fee Application of Bilzin Sumberg for April through May 30th.	0.30	245.00	\$73.50
07/21/01	HRR	Draft email to I. Kharasch regarding fee applications.	0.10	295.00	\$29.50
07/21/01	HRR	Review and revise fee application.	0.40	295.00	\$118.00
07/23/01	HRR	Prepare and finalize May fee application.	0.30	295.00	\$88.50
07/25/01	DWC	Review and provide comments to draft of Blackstone First Monthly Fee Application (.4); office conference with Laura Jones re: same (.1).	0.50	245.00	\$122.50
07/25/01	LDJ	Conference with David Carickhoff, Esq. re; Blackstone interim fee application	0.20	455.00	\$91.00
07/26/01	DWC	Review and revise Blackstone's first monthly fee application and address inquiries re: filing of quarterly fee application,	0.60	245.00	\$147.00
07/27/01	PEC	File and serve Supplemental List of Ordinary Course Professionals (.5); Draft Affidavit of Service (.3)	0.80	105.00	\$84.00
07/27/01	PEC	Draft Affidavit of Service re: Kirkland & Ellis' May Fee Application (.4); Draft Affidavit of Service (.2)	0.60	105.00	\$63.00
07/27/01	PEC	File and serve Debtors' Statement of Money Paid to Ordinary Course Professionals from April 2, 2001 through June 30, 2001 (.4); Draft Affidavit of Service (.2)	0.60	105.00	\$63.00
07/30/01	HRR	Conference with I. Kharasch regarding fee application issues.	0.10	295.00	\$29.50
07/30/01	IDK	Telephone conference and emails with MaryRitchie Johnson and Hamid Rafatjoo regarding fee application status and issues.	0.20	445.00	\$89.00
07/31/01	DWC	Review K&E June Monthly Fee Application (.6); draft notice in connection therewith (.4); address filing and service thereof (.2).	1.20	245.00	\$294.00
07/31/01	DWC	Review First Quarterly Fee Application of Blackstone (.3); draft notice in connection therewith (.4); address filing and service thereof (.2)	0.90	245.00	\$220.50
07/31/01	DWC	Review First Monthly Fee Application of Blackstone (.4); draft notice in connection therewith (.4); address filing and service thereof (.2).	1.00	245.00	\$245.00
07/31/01	HRR	Review and analyze fee application of Caplin & Drysdale.	0.10	295.00	\$29.50
07/31/01	HRR	Review and analyze fee application issues.	0.20	295.00	\$59.00

Task Code Total**17.20** **\$4,130.00****EMPLOYEE BENEFIT/PENSION- B220**

07/18/01	HRR	Telephone conference with counsel for Jean Paul Bolduc et al. regarding motion to pay certain benefits to former employees (.10); Draft email regarding same (.10); and Telephone conference with S. Schwartz regarding same (.10).	0.30	295.00	\$88.50
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Task Code Total**0.30** **\$88.50****FINANCIAL FILINGS [B110]**

05/17/01	LDJ	Correspondence with David Carickhoff, Esq. re: service of schedules	0.20	455.00	\$91.00
07/02/01	DWC	Review May Monthly Operating Report (.6); Telephone conference with Francine Gilbert re: same (.1); address filing and service thereof (.2)	0.90	245.00	\$220.50
07/02/01	KKY	File and serve Monthly Operating Report for May 2001	0.30	115.00	\$34.50
07/02/01	KKY	Draft and file Affidavit of Service for Monthly Operating Report for May 2001	0.20	115.00	\$23.00

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07/02/01	KKY	Update monthly operating report service list	0.20	115.00	\$23.00
07/06/01	DWC	Review letter from EPA re: amending Debtors' schedules and statements to include additional environmental information.	0.40	245.00	\$98.00
07/20/01	DWC	Review letter from Goodwin Procter re: environmental issues concerning Debtors' schedules and statements and address inquiries raised therein.	0.30	245.00	\$73.50

Task Code Total	2.50	\$563.50
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LITIGATION (NON-BANKRUPTCY)

07/05/01	DWC	Research DE cases for precedent re: settlement procedures.	0.30	245.00	\$73.50
07/09/01	DWC	Research DE cases re: precedent for settlement procedures motion.	0.30	245.00	\$73.50
07/13/01	DWC	Review and revise Debtors' Response to Objections of Asbestos Committees to Motion for Settlement Procedures.	0.60	245.00	\$147.00
07/13/01	PEC	File and serve Debtors' Response to Objection of the Committees to Debtors' Motion Approving Procedures for Litigation (.4); draft Affidavit of Service (.2).	0.60	105.00	\$63.00

Task Code Total	1.80	\$357.00
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MEETING OF CREDITORS[B150]

05/17/01	LDJ	Teleconference with James Sprayregen, Esq. re: Section 341 meeting	0.30	455.00	\$136.50
05/18/01	LDJ	Telephone conference with David Carickhoff, Esq. re: Section 341 meeting	0.20	455.00	\$91.00

Task Code Total	0.50	\$227.50
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PLAN & DISCLOSURE STMT. [B320]

07/25/01	DWC	Review and revise motion to extend exclusivity (.6); draft notice in connection therewith (.3); address filing and service thereof (.2).	1.10	245.00	\$269.50
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Task Code Total	1.10	\$269.50
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RETENTION OF PROF. [B160]

07/02/01	DWC	Review and revise application to retain Reed Smith as special counsel (.8); draft notice in connection therewith (.4); address filing and service thereof (.2); Telephone conference with Sam Schwartz re: same (.2).	1.60	245.00	\$392.00
07/02/01	KKY	Draft Certification of No Objection to Application to Retain and Employ Nelson Mullins Riley & Scarborough as Special Counsel to the Debtors	0.20	115.00	\$23.00
07/02/01	KKY	Draft Certification of No Objection to Application to Retain and Employ Holme Roberts & Owen as Special Environmental Counsel to the Debtors	0.20	115.00	\$23.00
07/03/01	DWC	Review and execute Cert. of No Obj. re: Nelson Mullins employment.	0.20	245.00	\$49.00
07/03/01	DWC	Review and execute Cert. of No Obj. re: Holme Roberts employment.	0.20	245.00	\$49.00
07/03/01	KKY	File and serve Certification of No Objection to Application	0.30	115.00	\$34.50

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		to Retain and Employ Nelson Mullins Riley & Scarborough as Special Counsel to the Debtors			
07/03/01	KKY	Draft and file Affidavit of Service for Certification of No Objection to Application to Retain and Employ Nelson Mullins Riley & Scarborough as Special Counsel to the Debtors	0.20	115.00	\$23.00
07/03/01	KKY	File and serve Certification of No Objection to Application to Retain and Employ Holme Roberts & Owen as Special Environmental Counsel to the Debtors	0.30	115.00	\$34.50
07/03/01	KKY	Draft and file Affidavit of Service for Certification of No Objection to Application to Retain and Employ Holme Roberts & Owen as Special Environmental Counsel to the Debtors	0.20	115.00	\$23.00
07/06/01	LDJ	Telephone conference with David Carickhoff, Esq. re: retention of professionals	0.30	455.00	\$136.50
07/10/01	DWC	Review and address filing and service of various ordinary course professionals affidavits.	0.50	245.00	\$122.50
07/11/01	DWC	Telephone conference with Sam Schwartz re: ordinary course professionals' issues.	0.20	245.00	\$49.00
07/11/01	CLH	Office conference w/Patti Cuniff RE: W.R. Grace & Co. - affidavits of service - 10 affidavits of disinterestedness.	0.20	115.00	\$23.00
07/11/01	CLH	Prepare affidavits of service RE: 10 affidavits of disinterestedness; notarize and prepare for filing w/court.	0.80	115.00	\$92.00
07/11/01	CLH	Prepare 10 Affidavits of Service (RE: 10 Affidavits of Disinterestedness) for filing with Bankruptcy Court.	0.30	115.00	\$34.50
07/11/01	CLH	Review 10 Affidavits of Disinterestedness and prepare each for filing w/Bankruptcy Court and service.	0.70	115.00	\$80.50
07/25/01	DWC	Address preparation of Supplemental List of Ordinary Course Professionals and filing thereof.	0.60	245.00	\$147.00
07/25/01	PEC	File and serve Third Supplemental Affidavit of James H.M. Sprayegan Under 11 U.S.C. §327(a) nad Fed.R.Bankr.P. 2014 (.4); draft Affidavit of Service (.2)	0.60	105.00	\$63.00
07/26/01	DWC	Finalize Supplement to Ordinary Course Professional Motion (.3); address filing and service thereof (.2)	0.50	245.00	\$122.50
07/26/01	DWC	Review affidavits of disinterestedness of 23 Ordinary Course Professionals and update chart re: same (1.7); and address filing and service thereof (.2).	1.90	245.00	\$465.50

Task Code Total	10.00	\$1,987.00
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STAY LITIGATION [B140]

07/04/01	HRR	Review and analyze renoticed Morris stay relief motion.	0.20	295.00	\$59.00
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Task Code Total	0.20	\$59.00
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Total professional services:	117.00	\$17,040.50
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Costs Advanced:

07/02/2001	DC	Delivery/ Courier Service--Parcels [E107]	\$30.00
07/02/2001	FE	Federal Express [E108]	\$225.20
07/02/2001	FE	Federal Express--DHL [E108]	\$73.79
07/02/2001	RE	(CORR 692 @0.15 PER PG)	\$103.80
07/02/2001	RE	(CORR 1392 @0.15 PER PG)	\$208.80
07/02/2001	RE	(CORR 1938 @0.15 PER PG)	\$290.70
07/02/2001	RE	(CORR 525 @0.15 PER PG)	\$78.75
07/02/2001	RE	(CORR 24 @0.15 PER PG)	\$3.60
07/02/2001	RE	(CORR 476 @0.15 PER PG)	\$71.40
07/02/2001	RE	(CORR 3354 @0.15 PER PG)	\$503.10

07/02/2001	RE	(CORR 2697 @0.15 PER PG)	\$404.55
07/02/2001	RE	(CORR 170 @0.15 PER PG)	\$25.50
07/03/2001	DC	Delivery/ Courier Service--Parcels [E107]	\$7.50
07/03/2001	FE	Federal Express--DHL [E108]	\$66.21
07/03/2001	FX	(CORRA 9 @1.00 PER PG)	\$9.00
07/03/2001	RE	Reproduction Expense. [E101]	\$1.50
07/03/2001	RE	(CORR 147 @0.15 PER PG)	\$22.05
07/03/2001	RE	(DEC 98 @0.15 PER PG)	\$14.70
07/03/2001	RE	(CORR 121 @0.15 PER PG)	\$18.15
07/03/2001	RE	(CORR 662 @0.15 PER PG)	\$99.30
07/03/2001	RE	(CORR 1628 @0.15 PER PG)	\$244.20
07/03/2001	RE	(CORR 92 @0.15 PER PG)	\$13.80
07/03/2001	RE	(CORR 90 @0.15 PER PG)	\$13.50
07/03/2001	TR	Transcript--Valerie J. Gunning [E116]	\$76.87
07/05/2001	DH	DHL Worldwide Express	\$48.16
07/05/2001	PO	Postage [E108]	\$5.20
07/05/2001	RE	(CORR 146 @0.15 PER PG)	\$21.90
07/05/2001	RE	(CORR 496 @0.15 PER PG)	\$74.40
07/06/2001	DC	Delivery/ Courier Service - Parcels [E107]	\$18.50
07/06/2001	DH	DHL- Worldwide Express	\$7.58
07/06/2001	FX	(CORR 9 @1.00 PER PG)	\$9.00
07/06/2001	FX	(CORR 7 @1.00 PER PG)	\$7.00
07/06/2001	RE	(CORR 57 @0.15 PER PG)	\$8.55
07/07/2001	DH	DHL- Worldwide Express	\$14.84
07/07/2001	TSC	Tristate Courier Messenger Service [E107]	\$247.50
07/09/2001	FX	Fax Transmittal. [E104]	\$38.00
07/09/2001	RE	Reproduction Expense. [E101]	\$4.50
07/09/2001	RE	(CORR 82 @0.15 PER PG)	\$12.30
07/09/2001	RE	(CORR 99 @0.15 PER PG)	\$14.85
07/09/2001	RE	(CORR 1585 @0.15 PER PG)	\$237.75
07/10/2001	DC	Delivery/ Courier Service - Parcels [E107]	\$30.00
07/10/2001	DH	DHL- Worldwide Express	\$193.97
07/10/2001	FX	(AGR 14 @1.00 PER PG)	\$14.00
07/10/2001	FX	(CORR 3 @1.00 PER PG)	\$3.00
07/10/2001	RE	(CORR 5 @0.15 PER PG)	\$0.75
07/10/2001	RE	(CORR 12 @0.15 PER PG)	\$1.80
07/10/2001	RE	(CORR 59 @0.15 PER PG)	\$8.85
07/10/2001	RE	(CORR 729 @0.15 PER PG)	\$109.35
07/10/2001	RE	(CORR 784 @0.15 PER PG)	\$117.60
07/10/2001	RE	(CORR 1054 @0.15 PER PG)	\$158.10
07/10/2001	RE	(CORR 14 @0.15 PER PG)	\$2.10
07/10/2001	RE	(CORR 1616 @0.15 PER PG)	\$242.40
07/10/2001	RE	(CORR 1001 @0.15 PER PG)	\$150.15
07/10/2001	SO	Secretarial Overtime--Vanessa Preston	\$32.31
07/10/2001	DH	DHL- Worldwide Express	\$260.18
07/11/2001	DH	DHL- Worldwide Express	\$288.34
07/11/2001	FX	(AGR 3 @1.00 PER PG)	\$3.00
07/11/2001	FX	(CORR 14 @1.00 PER PG)	\$14.00
07/11/2001	PO	Postage Delaware Document Imaging [E108]	\$162.54
07/11/2001	PO	Postage Delaware Document Imaging [E108]	\$223.60
07/11/2001	RE	Reproduction Expense. [E101]	\$0.45
07/11/2001	RE	Reproduction Expense Delaware Document Imaging [E101]	\$304.92
07/11/2001	RE	Reproduction Expense Delaware Document Imaging [E101]	\$544.05
07/11/2001	RE	(CORR 132 @0.15 PER PG)	\$19.80
07/11/2001	RE	(CORR 512 @0.15 PER PG)	\$76.80
07/11/2001	RE	(CORR 448 @0.15 PER PG)	\$67.20
07/11/2001	RE	(CORR 275 @0.15 PER PG)	\$41.25
07/11/2001	RE	(CORR 488 @0.15 PER PG)	\$73.20
07/12/2001	DC	Delivery/ Courier Service - Parcels [E107]	\$37.50
07/12/2001	DH	DHL- Worldwide Express	\$98.94

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07/26/2001	PO	Postage--DDI [E108]	\$447.72
07/26/2001	PO	Postage Delaware Document Imaging [E108]	\$447.72
07/26/2001	RE	(CORR 76 @0.15 PER PG)	\$11.40
07/26/2001	RE	Reproduction Expense.--DDI [E101]	\$1,093.95
07/26/2001	RE	Reproduction Expense Delaware Document Imaging [E101]	\$1,093.95
07/26/2001	RE	(CORR 6 @0.15 PER PG)	\$0.90
07/26/2001	RE	(CORR 352 @0.15 PER PG)	\$52.80
07/26/2001	RE	(CORR 874 @0.15 PER PG)	\$131.10
07/26/2001	RE	(CORR 953 @0.15 PER PG)	\$142.95
07/26/2001	RE	(CORR 2379 @0.15 PER PG)	\$356.85
07/26/2001	RE	Postage Delaware Document Imaging [E108]	\$123.20
07/27/2001	PO	Postage--DDI [E108]	\$123.20
07/27/2001	PO	Postage--DDI [E108]	\$26.25
07/27/2001	RE	(CORR 175 @0.15 PER PG)	\$3.60
07/27/2001	RE	(CORR 24 @0.15 PER PG)	\$2.40
07/27/2001	RE	(CORR 16 @0.15 PER PG)	\$233.10
07/27/2001	RE	Reproduction Expense Delaware Document Imaging [E101]	\$233.10
07/27/2001	RE	Reproduction Expense.--DDI [E101]	\$7.00
07/30/2001	FX	(AGR 7 @1.00 PER PG)	\$243.18
07/30/2001	PO	Postage [E108]	\$43.65
07/30/2001	RE	(CORR 291 @0.15 PER PG)	\$9.90
07/30/2001	RE	(CORR 66 @0.15 PER PG)	\$354.45
07/30/2001	RE	(CORR 2363 @0.15 PER PG)	\$110.25
07/30/2001	RE	(CORR 735 @0.15 PER PG)	\$172.80
07/30/2001	RE	(CORR 1152 @0.15 PER PG)	\$166.65
07/30/2001	RE	(CORR 1111 @0.15 PER PG)	\$275.85
07/30/2001	RE	(CORR 1839 @0.15 PER PG)	\$0.75
07/30/2001	RE	(CORR 5 @0.15 PER PG)	\$10.00
07/31/2001	FE	Federal Express [E108]	\$7.00
07/31/2001	FX	(AGR 7 @1.00 PER PG)	\$7.00
07/31/2001	FX	(AGR 7 @1.00 PER PG)	\$7.00
07/31/2001	FX	(AGR 7 @1.00 PER PG)	\$7.00
07/31/2001	FX	(AGR 7 @1.00 PER PG)	\$7.00
07/31/2001	FX	(AGR 7 @1.00 PER PG)	\$7.00
07/31/2001	FX	(AGR 7 @1.00 PER PG)	\$7.00
07/31/2001	FX	(AGR 7 @1.00 PER PG)	\$7.00
07/31/2001	FX	(AGR 7 @1.00 PER PG)	\$7.00
07/31/2001	FX	(AGR 7 @1.00 PER PG)	\$7.00
07/31/2001	FX	(AGR 7 @1.00 PER PG)	\$7.00
07/31/2001	FX	(AGR 7 @1.00 PER PG)	\$282.00
07/31/2001	FX	Fax Transmittal. [E104]	\$7.00
07/31/2001	FX	(AGR 7 @1.00 PER PG)	\$10.00
07/31/2001	FX	(CORRA 10 @1.00 PER PG)	\$7.00
07/31/2001	FX	(AGR 7 @1.00 PER PG)	\$7.00
07/31/2001	FX	(AGR 7 @1.00 PER PG)	\$7.00
07/31/2001	FX	(AGR 7 @1.00 PER PG)	\$7.00
07/31/2001	FX	(AGR 7 @1.00 PER PG)	\$7.00
07/31/2001	FX	(AGR 7 @1.00 PER PG)	\$7.00
07/31/2001	FX	(AGR 7 @1.00 PER PG)	\$7.00
07/31/2001	FX	(AGR 7 @1.00 PER PG)	\$7.00
07/31/2001	FX	(AGR 7 @1.00 PER PG)	\$7.00
07/31/2001	RE	(CORR 497 @0.15 PER PG)	\$74.55
07/31/2001	RE	(CORR 7 @0.15 PER PG)	\$1.05
07/31/2001	RE	(CORR 66 @0.15 PER PG)	\$9.90
07/31/2001	RE	(AGR 7 @0.15 PER PG)	\$1.05

\$20,323.76

Total Expenses:

Summary:

Total professional services	\$17,040.50
Total expenses	\$20,323.76
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Net current charges	\$37,364.26
Net balance forward	\$126,053.14
Total balance now due	\$163,417.40
Remaining Trust Account Balance	

Billing Summary

ALE	Espinosa, Amy L.	0.60	\$105.00	\$63.00
ALG	Grasty, Ashley L.	28.00	\$30.00	\$840.00
CLH	Hare, Cherie L.	2.60	\$115.00	\$299.00
DWC	Carickhoff, David W	31.30	\$245.00	\$7,668.50
HDM	Martin, Helen D.	2.10	\$45.00	\$94.50
HRR	Rafatjoo, Hamid R.	5.70	\$295.00	\$1,681.50
IDK	Kharasch, Ira D.	1.10	\$445.00	\$489.50
KFF	Finalyson, Kathe F.	0.90	\$120.00	\$108.00
KKY	Yee, Karina K.	5.00	\$115.00	\$575.00
LDJ	Jones, Laura Davis	3.80	\$455.00	\$1,729.00
MRS	Seidl, Michael R.	0.40	\$245.00	\$98.00
PEC	Cuniff, Patricia E.	31.00	\$105.00	\$3,255.00
RMO	Olivere, Rita M.	0.30	\$45.00	\$13.50
VEM	Mobley, Violet E.	4.20	\$30.00	\$126.00
		117.00		\$17,040.50

Task Code Summary

		Hours	Amount
AD	ASSET DISPOSITION [B130]	1.00	\$329.00
BL	BANKRUPTCY LITIGATION [L430]	4.20	\$1,001.00
CA	CASE ADMINISTRATION [B110]	76.80	\$7,685.50
CO	CLAIMS ADMIN/OBJECTIONS [B310]	1.40	\$343.00
CP	COMPENSATION PROF. [B160]	17.20	\$4,130.00
EB	EMPLOYEE BENEFIT/PENSION- B220	0.30	\$88.50
FF	FINANCIAL FILINGS [B110]	2.50	\$563.50
LN	LITIGATION (NON-BANKRUPTCY)	1.80	\$357.00
MC	MEETING OF CREDITORS[B150]	0.50	\$227.50
PD	PLAN & DISCLOSURE STMT. [B320]	1.10	\$269.50
RP	RETENTION OF PROF. [B160]	10.00	\$1,987.00
SL	STAY LITIGATION [B140]	0.20	\$59.00
		117.00	\$17,040.50

Expense Code Summary

Delivery/Courier Service	\$208.30
DHL- Worldwide Express	\$1,413.59
Federal Express [E108]	\$511.76
Fax Transmittal. [E104]	\$1,553.00
FX-(CORR. 1 @ 1.00 PER PG) [E1	\$25.00
Postage [E108]	\$2,522.69
Reproduction Expense. [E101]	\$12,731.58
Overtime	\$118.47
Transcript [E116]	\$76.87
Delivery/Courier Service	<hr/> <u>\$1,162.50</u>
	\$20,323.76